MARVEL COMICS GROUP 12¢

the X-MEN

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ANOTHER TRULY MARVEL-OUS STAR-STUDDED EPIC!!

SEE THE DESPERATE X-MEN, TRAPPED IN THE HEART OF EUROPE!

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GUEST-STARRING:

THE MIGHTY AVENGERS

DON'T MISS THE RETURN OF PROFESSOR X!

And WAIT TILL YOU MEET LUCIFER!

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X-MEN
THE MOST UNUSUAL TEEN-AGERS OF ALL TIME!

ENTER, THE AVENGERS!

FEATURING: THE EARTH-SHATTERING THREAT OF LUCIFER!

Whatever You Want In A Super-epic, This One's GOT It!!

SAVAGELY WRITTEN BY: STAN LEE
★
SUPREMELY DRAWN BY: JACK KIRBY
★
SUPERBLY INKED BY: CHIC STONE
★
STOICALLY LETTERED BY: S. ROSEN

MIGHTY MARVEL DOES IT AGAIN!

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OUR STARTLING SAGA BEGINS IN THE NORTH ATLANTIC, AS A DANGEROUS ICEBERG SUDDENLY DRIFTS INTO THE PATH OF A SPEEDING SUPER-LINER...

THERE'S THE SUN AT LAST! I THOUGHT THAT FOG WOULD *NEVER* LIFT!

BUT LOOK... STRAIGHT AHEAD OF US... WHAT'S *THAT??*

REVERSE ENGINES!! ICEBERG... DIRECTLY AHEAD!

TOO LATE!! WE CAN'T STOP IN TIME! SOUND THE *ALARM!* PREPARE FOR *COLLISION!*

BUT THEN, SECONDS BEFORE THE FATAL IMPACT, A BLINDING, SHATTERING, MYSTERIOUS TWIN-BEAM SHOOTS OUT, BLASTING THE MIGHTY ICEBERG INTO HARMLESS FRAGMENTS!!

WHAT IN THE NAME OF CREATION WAS *THAT??!*

WHATEVER IT WAS, IT DESTROYED THE ICEBERG! THE SHIP, AND OUR PASSENGERS, ARE *SAFE!*

AND, OF ALL THE HUNDREDS ON BOARD, ONLY A HANDFUL KNOW WHAT REALLY SAVED THE MAJESTIC LINER! A HANDFUL OF THE MOST UNUSUAL TEEN-AGERS OF ALL TIME...!

SCOTT! IT WAS *YOU* WHO BLASTED THE ICEBERG! IT *HAD* TO BE! BUT... WHAT'S *WRONG...?*

TOO BIG A STRAIN! WEAK... EVERYTHING SPINNING AROUND...

HELP ME, WARREN ...HELP ME...

EASY, SCOTTY! I'LL GET YOU TO YOUR STATE-ROOM IN TWO SHAKES!

HMMPH! LOOK AT THAT YOUNG MAN, MATILDA! HE SHOULD HAVE TAKEN SEASICK PILLS!

I DECLARE! THIS YOUNGER GENERATION JUST ISN'T AS *HARDY* AS *WE* WERE, SAMUEL!

MOMENTS LATER...

IT'S LUCKY FOR ME THAT EVERYONE WAS AT THE RAILING, LOOKING OUT TO SEA! SO THEY DIDN'T NOTICE **WHO** TRANSMITTED THE POWER BEAM, BOBBY!

YOU'RE RIGHT, SCOTTY! THERE'D BE A **PANIC** ON BOARD IF FOLKS KNEW THE **X-MEN** WERE AMONG THEM! HERE, I'LL WHIP UP SOME ICE CUBES FOR YOU, LEADER MAN!

DON'T BOTHER GETTING AN ICE-PACK, BOBBY! I'LL COOL SCOTT'S BROW WITH THEM **TELEKINETICALLY!**

THANKS, JEAN! THAT'S JUST WHAT I NEEDED!

OH, SCOTT! MY HEART JUST BREAKS WHEN I SEE YOU SO PALE, SO SHAKEN! IF ONLY I COULD COMFORT YOU WITH MY ARMS... MY LIPS... BUT I KNOW I MUSTN'T! AS OUR ACTING LEADER, YOU'VE NO TIME FOR THOUGHTS OF... ROMANCE!

IF ONLY WE WERE ORDINARY HUMANS... FREE TO FOLLOW THE URGINGS OF OUR HEARTS! BUT, I MUSTN'T ALLOW MYSELF SUCH HOPELESS DREAMS...!

WE'LL BE DOCKING IN EUROPE SOON, SCOTTY! FEEL WELL ENOUGH TO GET INTO UNIFORM?

SURE! I'LL BE FINE, ANGEL! I JUST WANT TO REST FOR A FEW MINUTES MORE!

USING A FULL-INTENSITY POWER BLAST REALLY KNOCKS ME OUT! MY MOUTH IS DRY AS A BLOTTER!

I'LL REMEDY **THAT**, BROTHER CYCLOPS! ONE **ICED TEA** COMING UP!

THANKS, HANK! AND NOW, I KNOW YOU'RE WONDERING WHY I ORDERED THIS TRIP...

PROFESSOR X CONTACTED ME LAST WEEK! HE SAID THERE WAS A MISSION FOR US IN EUROPE! IN FACT, I EXPECT FURTHER DETAILS FROM HIM ANY MINUTE!

I HAD A **FEELING** WE'D HEAR FROM THE PROF SOONER OR LATER!

ONE ICED TEA... COMPLIMENTS OF THE BENEVOLENT BEAST!

DON'T YOU EVER QUIT GRAND-STANDING, HANK?

THEN, SUDDENLY, THE YOUTH KNOWN AS **CYCLOPS** RECEIVES A MENTAL IMAGE... TRANSMITTED BY THE MOST POWERFUL MUTANT BRAIN OF ALL TIME...!!

HOLD IT! BE **SILENT**, ALL OF YOU! THE **PROFESSOR** IS MAKING CONTACT AGAIN!!

I HAVE FINALLY LOCATED THE HIDDEN CAVE OF *LUCIFER*! NOW HERE, IN THE HEART OF THE BALKANS, I FACE MY MOST CRUCIAL BATTLE!

IT WAS *LUCIFER* WHO LOST ME THE USE OF MY LEGS.... YEARS AGO! SOMEDAY I SHALL TELL YOU THE WHOLE STORY... IF I SURVIVE THE NEXT FEW HOURS! BUT NOW, CYCLOPS... THESE ARE YOUR INSTRUCTIONS...!

IF I SHOULD BE DEFEATED, THEN YOU, MY X-MEN, MUST CARRY ON! *LUCIFER* MUST NEVER MENACE MANKIND AGAIN! I HAVE TRANSMITTED MY LOCATION TO YOU! I CAN DO NO MORE!

PROFESSOR... *WAIT!* DON'T FIGHT HIM *ALONE!* WE'LL BE THERE SOON! YOU MUST NOT JEOPARDIZE YOUR SAFETY!

I *MUST!* I'VE WAITED TOO LONG! EVEN NOW HE DRAWS ME TO HIM! I CAN TELL YOU NO MORE... I MUST BREAK CONTACT NOW! GOOD LUCK, MY X-MEN!

THE GROUND FELL AWAY BENEATH MY TREADS! *LUCIFER* TRIED TO *TRAP* ME!

BUT I *EXPECTED* SOMETHING OF THIS SORT! MY HYDRAULIC EXTENDO-ARMS CAN HOLD ME SAFELY!

AND, A SHORT DISTANCE AWAY, A PAIR OF COLD, UNBLINKING EYES SURVEYS THE SCENE WITH NAKED HATRED!!

HE IS AS ALERT AS EVER! BUT *THIS* TIME NOT EVEN HIS BRILLIANT BRAIN CAN SAVE HIM!

EVEN *HE* CANNOT OVERCOME THE POWER OF AN ARTIFICIAL *DUST DEVIL!*

AND SO...

A *DUST DEVIL!** IT CANNOT EXIST IN A PLACE LIKE THIS... SO IT MUST BE *ARTIFICIALLY* CAUSED!

THAT MEANS IT'S THE WORK OF *LUCIFER!*

THEN, BEFORE PROFESSOR XAVIER CAN ACT, THE STRANGE PHENOMENON HURLS HIM FROM HIS CHAIR, AND. .

IT'S CARRYING ME THROUGH THE TUNNEL, AS THOUGH IT HAS A MIND OF ITS OWN!

AND, IN A SENSE IT *DOES*... THE MIND OF *LUCIFER!*

*IDIOMATIC NAME FOR WESTERN DESERT DUST STORM... STAN.

FINALLY, THE STRANGE FORCE *HARDENS*, IMPRISONING PROFESSOR X IN FRONT OF HIS LONG-SOUGHT-AFTER FOE...

LUCIFER!! AT *LAST!*

YOUR QUEST IS ENDED, XAVIER... IN THE ONLY WAY IT *COULD* END! NOW, I SHALL FINISH THE JOB I BEGAN YEARS AGO!.

NOW I SHALL *DESTROY* YOU!

NEVER, MURDERER!! DID YOU THINK I WOULD COME TO YOU UNARMED, OR UNPREPARED??

STOP, YOU FOOL! IF I AM HARMED, THE ENTIRE WORLD IS *DOOMED!!*

WHAT...??!

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BUT, LET US LEAVE THE TWO MIGHTY ANTAGONISTS FOR A MOMENT, AND TURN OUR ATTENTION TO A NEARBY BAVARIAN VILLAGE, WHERE WE FIND...

GEE, IT LOOKS SO PEACEFUL! IT'S HARD TO BELIEVE THAT SOMEWHERE BENEATH US THE PROFESSOR IS BATTLING THAT LUCIFER CHARACTER!

CAREFUL, BOBBY! DON'T MENTION ANY NAMES ALOUD!

WE'LL HAVE TO REMAIN ALERTED HERE UNTIL I RECEIVE FURTHER ORDERS FROM... X!

SUDDENLY, A POWERFUL, DRAMATIC FIGURE PLUMMETS DOWN FROM THE SKY, BEHIND THE X-MEN...

AT LAST! I SEEM TO BE NEARING THE END OF OUR SEARCH!

WHAT *IS* IT, THOR? WHY DID YOU STOP?

WE HAVE FOLLOWED THESE *STRANGE* IMPULSES ALL THE WAY FROM AMERICA...BUT NOW...

...MY HAMMER BEGINS TO QUIVER! OUR GOAL IS NEAR AT HAND!

WELL, IT'S ABOUT TIME!

I HOPE THAT SO-CALLED ENCHANTED HAMMER OF YOURS HASN'T LED US ON A WILD GOOSE CHASE, PARTNER!

IMPOSSIBLE! THE IMPULSES WHICH IT DETECTED ARE SO EVIL...SO STRONG...THAT THEY *MUST* BE FOUND!

HOLD IT, AVENGERS! IT LOOKS AS THOUGH WE HAVE *COMPANY!* BUT, JUDGING BY THE CAR, IT'S JUST A TOURIST!

I SEEM TO HAVE LOST MY WAY! COULD YOU DIRECT ME TO...TO... =*ULP!*=

I SUGGEST YOU JUST KEEP GOING, FRIEND! THIS NEIGHBORHOOD MAY BECOME *DANGEROUS* BEFORE LONG!

BUT...I DON'T UNDERSTAND..

WE DO NOT MEAN TO FRIGHTEN YOU, BUT A STRANGE *MENACE* LURKS NEARBY!

WE CAN'T EXPLAIN ANY MORE THAN THAT, BUT WE SUGGEST YOU LEAVE THE AREA AS SOON AS POSSIBLE!

FOR GOODNESS SAKE!! DO YOU NEED A *HOUSE* TO FALL ON YOU? CAN'T YOU TAKE A *HINT*? NOW GO ON... *SCAT*!!

AND, WITH THAT, THE STARTLED TOURIST "GETS THE MESSAGE!!"

VOOM

WELL! HE *COULD* HAVE SAID GOODBYE!

THEN, JUST A FEW BRIEF MINUTES LATER...

HEY! WHAT'S GOIN' *ON* HERE??

NORMAL PEOPLE AT *LAST*!! THANK GOODNESS!

SCREECH!

LOOK OUT!

QUICK! CALL THE POLICE...THE ARMY... *ANY-BODY*!! THERE'S *MONSTERS* BACK THERE!! CREATURES WITH *WINGS, HAMMERS, SHIELDS* ...EVEN *GIANTS*!

COMPOSE YOURSELF, SIR! YOU'RE BABBLING INCOHERENTLY!

HE SEEMS TO BE IN A STATE OF SHOCK! HE OBVIOUSLY SAW *SOME-THING* WHICH STARTLED HIM!

IT MAY BE CONNECTED WITH *LUCIFER*! YOU'D BETTER SCOUT THE AREA, ANGEL!

BE CAREFUL, WARREN!

DON'T WORRY, JEAN! MY BLUE CROSS IS ALL PAID UP!

I WON'T TAKE THE TIME TO DON MY UNIFORM! NOBODY *HERE* IS APT TO RECOGNIZE ME AS WARREN WORTHINGTON, THE THIRD! BESIDES, EVERY SECOND MAY COUNT!

FLIGHT! WHAT A GLORIOUS FEELING! *THIS* IS WHAT I WAS BORN FOR!

OH, *NO!* WHA---WHAT HAVE I GOTTEN *INTO?*

NEXT, I'LL BE SEEING PINK ELEPHANTS AND GREMLINS! *GANGWAY!!* I'M TAKING THE NEXT PLANE BACK TO OHIO!

WAIT! WE DIDN'T MEAN TO *FRIGHTEN* YOU...!

NO! LET HIM GO, JEAN! IT'S BETTER THIS WAY! THIS ENTIRE AREA MAY BE UNSAFE FOR *ANY* NORMAL HUMANS AS FAR AS WE KNOW!

WHILE, HUNDREDS OF YARDS BELOW, IN THE CAVE OF *LUCIFER* ---

TALK!! WHY IS THE WORLD IN DANGER IF YOU SHOULD BE HARMED??

BECAUSE I HAVE *OUT-SMARTED* YOU, XAVIER!

TURN YOUR HEAD... SEE WHAT I HAVE CREATED IN THE NEXT CHAMBER...

A GIANT *THERMAL BOMB!!* LARGE ENOUGH TO BLOW UP A *CONTINENT!*

EXACTLY!! NOW STUDY THE WIRING PATTERN! WITH YOUR INTELLECT, YOU'LL NOTICE THE TRUTH IN SECONDS!

THE CONTROL CIRCUITS ARE ATTUNED TO *YOUR OWN HEARTBEAT!! NOW* I SEE IT! YOU'VE FOUND THE PERFECT DEFENSE AGAINST ME!

OF *COURSE!* I *KNEW* YOU'D FIND ME SOONER OR LATER! BUT, IF MY HEART-BEAT SHOULD STOP... IF I SHOULD DIE... THE BOMB WILL *GO OFF... NOTHING* CAN STOP IT!

NOW YOU SEE WHY YOU'RE *HELPLESS* AGAINST ME! AND *YOU* ARE THE ONLY ONE I FEAR! NO OTHER CAN MATCH MY BRILLIANCE!

AND SO, I AM FREE TO CONTINUE MY MASTER PLAN FOR POWER! I SHALL BEGIN BY ATTACKING YOUR PUNY X-MEN WHO WAIT ABOVE, SO INNOCENTLY... SO UNSUSPECT-ING!

USING A MENTAL DIRECTIONAL IMPULSE, I SHALL HURL A DESTRUCTIVE IONIC RAY AT THEM!!

I HAVE WAITED FOR *YEARS* TO BEGIN MY ATTACK UPON HUMANITY! AND, WHAT A DRAMATIC BEGINNING THIS SHALL BE! MY FIRST VICTIMS... THE *X-MEN* THEMSELVES!!

BUT, THE MOST POWERFUL BRAIN ON EARTH IS NOT WITHOUT ITS *OWN* RESOURCES! IN THAT SAME SPLIT-SECOND, PROFESSOR X HURLS A MENTAL ILLUSORY FIGURE OF HIMSELF TOWARDS THE SURFACE...!!

I MUST HARNESS EVERY OUNCE OF MENTAL ENERGY I POSSESS!! THE VERY LIVES OF MY X-MEN ARE *ALL* AT STAKE!

ONLY PROFESSOR XAVIER, AND THE EVIL MUTANT KNOWN AS *MAGNETO*, HAVE THE POWER TO EXECUTE THE INCREDIBLE FEAT YOU SEE BEFORE YOU! BUT ONLY THE SUPREMELY GIFTED XAVIER CAN PROJECT HIS MENTAL IMAGE FAST ENOUGH TO EXCEED THE SPEED OF LUCIFER'S IONIC RAY...!

I'M GAINING! IF I CAN JUST MAINTAIN THIS PACE!

AND THEN, THE PROFESSOR SENDS A WARNING THOUGHT SPEEDING AHEAD OF HIS OWN IMAGE...!

DANGER, MY X-MEN!! *SCATTER! DISPERSE!!*

IT'S THE PROFESSOR! *RUN!!*

YOU *HEARD* THE MAN!!

LEAPING INTO ACTION WITHOUT HESITATION... JUSTIFYING THEIR LONG, HARD MONTHS OF INTENSIVE TRAINING... THE X-MEN ESCAPE THE DREADED IONIC RAY BY MERE SECONDS!!

ZZZZZZZZT!!

ITS MISSION SUCCESSFUL, THE PROFESSOR'S MENTAL IMAGE FADES INTO NOTHINGNESS, AS THE INTREPID BAND OF TEEN-AGERS NOW GIRD THEMSELVES FOR BATTLE... !!

NO NEED FOR CIVILIAN GARB NOW! THE PRETENSE HAS ENDED! THE PRELUDE IS OVER!

..AND NOW, THE CURTAIN RISES ON ACT ONE! THE STAGE IS SET... THE CAST IS ASSEMBLED!...

..AND, UNLESS I AM GRIEVOUSLY MISTAKEN, THE *BEAST* IS DESTINED TO PLAY A STELLAR ROLE!

I DON'T KNOW WHAT DANGER THREATENS THE PROFESSOR... OR *US!* I DON'T EVEN KNOW WHO LUCIFER *IS!!*

ALL THAT I *DO* KNOW IS THAT THE *X-MEN* ARE NEEDED...!

AND THAT'S ENOUGH FOR *ICEMAN!!*

MARVEL GIRL REPORTING, CYCLOPS! WHY, WHAT'S *WRONG??*

LOOK OUT, YOU'LL STUMBLE INTO THAT *HOLE* IN FRONT OF YOU!

THERE'S NOT ENOUGH TIME TO SIDE-STEP!!

BUT, BY TELEKINETICALLY PUTTING THAT LOG *OVER* IT, I CAN STEP DOWN IN SAFETY!!

WELL DONE, MARVEL GIRL!!

THAT *THOUGHT!* IT'S THE *PRO-FESSOR!*

I MUST *WARN* YOU! IF YOU ENCOUNTER *LUCIFER*-- DEFEND YOURSELVES WITH ALL YOUR POWER, *BUT*-- HE MUST NOT BE SLAIN--NOR EVEN PHYSICALLY *HARMED!* NO TIME FOR FURTHER EXPLANATION--

BUT KNOW THIS-- IF ANYTHING AFFECTS LUCIFER'S *HEARTBEAT,* ALL OF EARTH MAY BE IN PERIL! AND NOW-- *BEHIND YOU!* I SENSE MORE *DANGER!*

GOSH! NOW WHAT --??

STAND YOUR GROUND! I SPEAK FOR THE *AVENGERS!* WE HAVE DETECTED AN AWESOME *MENACE*--ONE WHICH WE MUST *DESTROY* FOR THE SAFETY OF MANKIND!

THE *AVENGERS!* GOSH-- WHAT DO WE DO *NOW?*

I AM *CYCLOPS!* I SPEAK FOR THE *X-MEN!* YOU MUST NOT INTERFERE! THE MISSION IS *OURS!*

NONSENSE, SON! WE FIGHT FOR THE SAME CAUSE! LET US JOIN FORCES!

WHY DOES EVERY GROUP WE MEET TRY TO HOG THE BATTLE FOR THEMSELVES?*

IF YOU ATTEMPT TO STAY OUR HAND--WE SHALL SUSPECT YOUR *MOTIVES!* SO BE WARNED!

CAREFUL, SCOTT! DON'T ANTAGONIZE THEM!

WOW! WE'RE *IN* FOR IT NOW!

*SEE F.F.#31--STAN!

JUDGING BY THE EMANATIONS FROM MY HAMMER, THE EVIL WHICH IS NEAR MAY NOT BE COMPROMISED! IT IS TOO POWERFUL! IT MUST BE COMPLETELY *DESTROYED!*

THEN WHAT ARE WE *WAITING* FOR? A BUNCH OF MASKED TEEN-AGERS CAN'T STOP THE *AVENGERS!*

BUT, SUDDENLY--THE INVISIBLE MENTAL IMAGE OF *PROFESSOR X* AGAIN APPEARS...

STOP THEM! LUCIFER MUST NOT BE *HARMED! I* WILL DEAL WITH HIM! YOU MUST DELAY THE AVENGERS AT ALL COSTS!

WE WON'T FAIL YOU, SIR!

BUT, IN THE NAME OF HEAVEN--HOW CAN *WE* STOP --*THEM*.??!

ENOUGH TALK! MY HAMMER SHALL NOW LEAD US TO THE ONE WE MUST DESTROY!

NO! STAY BACK --LET ME EXPLAIN! I-I WARNED YOU!

X-MEN! ATTACK AT WILL!

CLANG!

UHHH--!

WE DON'T WANT TO HURT YOU--BUT NOBODY GETS AWAY WITH ATTACKING THE AVENGERS! NOT EVEN THOSE WHO CALL THEMSELVES X-MEN!

ONCE I GRAB THIS HAMMER, I'LL MAKE MINCE-MEAT OUT OF THAT SHIELD OF YOURS!

I-I DON'T GET IT! IT FEELS AS THOUGH IT'S CEMENTED TO THE GROUND! I CAN'T BUDGE IT!

USE YOUR WINGS, ANGEL! UP! I'LL ENDEAVOR TO RENDER THAT SPINNING SHIELD TOTALLY INEFFECTUAL!

IT'S TIME TO DEMONSTRATE THAT EVEN "A BUNCH OF MASKED TEEN-AGERS" CAN CHALLENGE THE MIGHTY AVENGERS-- IF THOSE TEEN-AGERS HAPPEN TO POSSESS MUTANT POWERS!

THWIPP!

NICE GOIN, BEASTIE! NOW WE'LL SHOW THOSE--

UH OH! WHERE'D HE COME FROM??

WHERE DID WHO COME FROM, ICEMAN??

I WON'T KEEP YOU IN SUSPENSE MUCH LONGER, X-MEN...

BUT, IT'S TIME SOMEONE TAUGHT YOU NOT TO TAKE THINGS THAT DON'T BELONG TO YOU!

GIANT-MAN!! WOULD YOU MIND MODULATING YOUR VOICE TO A SOFTER PITCH? THE RESONANCE FROM YOUR OVERSIZED LARYNX IS VIRTUALLY DEAFENING!

SAVE YOUR FLOWERY PHRASES FOR SOMEONE WHO'LL BE MORE IMPRESSED, SON! I HOLD A FEW COLLEGE DEGREES MYSELF!

NOW, GO SWALLOW ANOTHER DICTIONARY SOMEWHERE WHILE I ATTEND TO MORE URGENT MATTERS!

RELAX, YOU WORD-SLINGING WONDER! I'LL STOP YOU FROM FALLING!

A MOST OPPORTUNE GESTURE, BUT I SUGGEST YOU DIVERT YOUR ATTENTION TO THE *WASP*, WHO SEEMS TO HAVE YOU IN HER SIGHTS!

IF I CAN JUST REACH THAT TITIAN-HAIRED TIGRESS IN TIME--!

HERE'S A QUICK FREEZING ICY SWEATSHIRT FOR YOU, STRETCH! *THIS'LL* CRAMP YOUR STYLE REAL GOOD!

I HATE TO ATTACK THAT YOUNG *ICEMAN*-- BUT I MAY *HAVE TO!*

PUT ME *DOWN*, AVENGER! I *WARN* YOU--!

YOUNG FELLA, I HAVE A *COLLECTION* OF "*WARNINGS*" THAT WOULD MAKE YOUR EYES POP!

PERHAPS SO! BUT I'M KEEPING YOU TOO BUSY TO ATTACK ANY OTHER X-MEN!

STAY YOUR HAND, WINGED ONE! YOUR MORTAL BLOWS ARE BUT FEATHER TOUCHES TO *THOR!*

MY *EYES!* I-- CAN'T *SEE!*

THAT'S THE *IDEA*, SWEETIE! YOU CAN'T AFFECT WHAT YOU CAN'T SEE!

I SHOULD BE ABLE TO HANDLE HER-- IF NO ONE GIVES HER A FLY SWATTER!

WHOOOP!

IRON MAN! ABOUT TO SWOOP DOWN ON MY FROSTY LITTLE FRIEND! IF I CAN TWIST MY BODY ENOUGH IN THE AIR--*AHHH!* I *DID* IT!

MY COMPLIMENTS, BEAST! YOU'RE QUITE NIMBLE --FOR SOMEONE WITHOUT TRANSISTORS!

BUT, BEING UNABLE TO *FLY*, YOU CAN'T STOP ME *AGAIN!*

MEANTIME, HAVING DONE ALL HE CAN ON THE SURFACE, PROFESSOR X ONCE AGAIN TURNS HIS FULL ATTENTION TO THE DEADLY FOE WHO STANDS BEFORE A WIRELESS VIDEO-VIEWER...

YOUR *X-MEN* ARE KEEPING THE *AVENGERS* FROM ME! A VERY WISE MOVE ON THEIR PART!

AND NOW THAT I HAVE YOU CRINGING HELPLESSLY BEFORE ME, I SHALL WIN MY GREATEST VICTORY! YOUR TIME HAS COME, XAVIER!

THERE IS NO PHYSICAL FORCE I CAN USE -- OR WOULD *DARE* TO USE AGAINST HIM...!

BUT, MY GREATEST POWER HAS EVER BEEN THE POWER OF --MY *BRAIN!*

AND *THIS* WILL BE MY MOST DIFFICULT TASK!

I MUST NARROW A MENTAL SHOCK WAVE ENOUGH TO *STUN* HIM WITHOUT INJURING HIM IN ANY WAY!

ONLY A KNOWLEDGEABLE *BRAIN SURGEON* COULD APPRECIATE THE *DELICACY* OF MY TASK! AND EVEN *HE* WOULD NEVER BELIEVE SUCH A MENTAL FEAT IS POSSIBLE!

GENTLY-- GENTLY--! ONE HAIRS-BREADTH ERROR CAN STILL HIS HEART!

IN MY MIND'S EYE, I SEE HIS BRAIN AS CLEARLY AS A TRAVELLER READS A ROAD MAP! I MUST CIRCUMVENT THE PORTION OF THE MEDULLA OBLONGATA NEAREST THE SPINAL COLUMN AS I PENETRATE THE MOST SENSITIVE AREA OF HIS CEREBELLUM...

WHAT IS *HAPPENING* TO ME?? WHY HAVE MY MOVEMENTS BECOME SO STIFF...?

NO MATTER! IT WILL TAKE BUT *ONE* SHOT TO-- TO--

--MY BRAIN IS CLOUDED -- CAN'T THINK! CAN'T REMEMBER -- EVERY-THING GOING BLANK -- BLANK--!

I DID IT! HE'S LOST CONSCIOUSNESS! HE'S HELPLESS!

BUT--WHAT IF I APPLIED TOO MUCH PRESSURE?? EVEN THE MOST MINUSCULE ERROR COULD AFFECT HIS HEART AND DETONATE THE BOMB!

HIS HEARTBEAT SEEMS REGULAR-- BUT I AM NO PHYSICIAN! I CANNOT BE CERTAIN! AT LEAST --HE STILL LIVES!

IF ONLY I COULD FIND A WAY TO REMOVE THE BOMB'S FUSE WHILE HE IS HELPLESS! BUT, FOR SUCH A TASK, I NEED MY X-MEN'S ASSISTANCE...!

MEANWHILE, DIRECTLY OVERHEAD, THE X-MEN ARE STILL FIGHTING A VALIANT, THOUGH UPHILL, BATTLE...!

WE'VE BEEN HANDLING YOU WITH KID GLOVES UP TILL NOW, CYCLOPS!

BUT, WE'RE BEGINNING TO LOSE PATIENCE!

WE CAN'T STOP-- TILL WE HEAR FROM THE PROFESSOR!

HOW MUCH LONGER CAN MY TELEKINETIC POWER HELP?? MY HEAD IS SPLITTING NOW!

YOU'RE WASTING YOUR TIME, MARVEL GIRL! YOU CAN'T STOP ME WITH SOME FLOATING STONES!

WHAT FATE COULD HAVE BEFALLEN THE PROFESSOR?? IF ONLY HE'D COMMUNICATE WITH US AGAIN!!!

NO MERE BARRIER OF ICE CAN STAY THOR'S HAMMER! GIVE UP THIS USELESS BATTLE, OR I STRIKE!

GO FLY A KITE, CURLYLOCKS! YOU'RE TOO SQUARE TO SCARE ANYONE!

BUT THEN, JUST AS THE ENRAGED THUNDER GOD CAN CONTAIN HIS FURY NO LONGER...

THERE IS NO NEED FOR THAT, THOR! THEY HAVE NOT DEFIED YOU-- I HAVE!

A VOICE! SPEAKING IN MY BRAIN! AND YET-- IT COMES NOT FROM ASGARD! WHAT SORCERY IS THIS???

THE SECONDS FLY BY AS THE FABULOUS XAVIER, NO LONGER FORCED TO PARRY LUCIFER'S THRUSTS, FINALLY EXPLAINS THE ENTIRE SITUATION TO THE IMMORTAL AVENGER...

SO YOU SEE, WE *HAD* TO STOP YOU FROM ATTACKING LUCIFER!

YOUR MESSAGE HAS THE UNMISTAKABLE RING OF *TRUTH!* YOU HAVE ACTED WISELY, X-MAN!

AND, FROM WHAT YOU HAVE TOLD ME, YOUR *SKILL* IS NEEDED MORE THAN OUR *STRENGTH* IN THE HOURS THAT REMAIN!

THE FIGHT IS ENDED, ICEMAN! YOU WILL HAVE NO FURTHER NEED TO SHIELD YOURSELF FROM THOR!

=WHEW= LUCKY FOR *ME!* HE SMASHED MY INTENSIFIED ICE AS THOUGH IT'S A THIN PANE OF WINDOW GLASS!

AND SO, THE UNWARRANTED BATTLE COMES TO AN INCONCLUSIVE END!

AVENGERS --ASSEMBLE!

HIS ARMS ARE OUTSTRETCHED! THAT'S OUR SIGNAL TO END HOSTILITIES!

HMMM-- SOUNDS IMPORTANT!

IT TAKES THE THUNDER GOD BUT A MOMENT TO CUE THE OTHERS IN, AND THEN...

I VOTE WE ALLOW THE *X-MEN* TO DEAL WITH THEIR FOE IN THEIR OWN MANNER! ALL IN FAVOR SIGNIFY *AYE!*

I STAND WITH THOR-- BUT I VOTE WE MAKE IT *UNANIMOUS!*

SO BE IT!

AYE!

WELL, LITTLE ONES, IT SEEMS WE'VE TRAVELED CLEAR ACROSS THE ATLANTIC ONLY TO BLUNDER INTO SOMEONE ELSE'S FIGHT!

BETTER FALL IN BEHIND *CAP*, THOR! YOUR TIME HAS EXPIRED! IT'S *HIS* TURN TO BE GROUP CHAIRMAN FOR THE WEEK!

IT WASN'T *ALL* A WASTE! I *DID* GET TO MEET THAT DREAMY *ANGEL!*

THEY MAKE ME REALIZE THAT HUMANITY IS *WORTH* DEFENDING!

AWW, I'M WASTING MY MY TIME-- AS USUAL! HANK IS TOO SMART TO ACT JEALOUS!

TOO BAD GOLDILOCKS BROKE IT UP SO SOON! I WAS JUST GETTIN' *WARMED UP!*

DREAM ON, BOBBY! BY NEXT WEEK, YOU'LL HAVE YOURSELF CONVINCED THEY WERE ALL BEGGING FOR MERCY JUST BEFORE THE FIGHT ENDED!

LET'S DISPENSE WITH THE POST MORTEMS, COL-LEAGUES! *CYCLOPS* IS CALLING US!

HI, CYKE! WHAT'S OUR NEXT MOVE?

THAT'S WHAT WE'RE GOING TO FIND OUT NOW! NOBODY SPEAK!

YOU ACQUITTED YOURSELVES WITH HONOR, MY X-MEN! BUT NOW, OUR FINAL TASK REMAINS...

MY MENTAL IMPULSES SHALL GUIDE YOU TO THE LAIR OF LUCIFER! COME AT ONCE!

DIRECTLY AHEAD IS THE MOUTH OF A CAVE! ENTER IT, AND TAKE THE LEFT FORK...

HOLD IT, FELLAS! LET ME FLY AHEAD AND CHECK FOR ANY UNEXPECTED DANGERS!

A COMMENDABLE THOUGHT, ANGEL--BUT THERE IS NO NEED FOR RECONNAISANCE! I HAVE MENTALLY CHECKED EVERY INCH OF YOUR ROUTE! YOU WILL ALL BE SAFE!

NOW, REMAIN WHERE YOU ARE WHILE I SEND A HYDRAULIC CONVEYER TO BRING YOU TO YOUR DESTINATION!

IT WILL SAFELY ACCOMMODATE ONLY ***FOUR***, ANGEL! SO YOU MAY GLIDE TO THE DEPTHS UNDER YOUR OWN POWER!

IT LOOKS AS THOUGH IT GOES ON ***FOREVER!*** I CAN'T SEE THE BOTTOM!

BUT, FINALLY--AFTER A BREATHTAKING DESCENT INTO THE UNKNOWN...

PROFESSOR! ARE YOU ALL RIGHT?

THAT MUST BE LUCIFER --ON THE FLOOR OVER THERE!

HOW DID YOU EVER GET ***DOWN*** HERE BY YOURSELF, SIR?

YES, I AM SAFE! BUT THERE IS MUCH FOR US TO DO!

I'LL EXPLAIN LATER! NOW I NEED THE ANGEL!

FLY STRAIGHT AHEAD, TO THE TOP OF THAT ***BOMB!*** CYCLOPS--FOLLOW BEHIND! YOUR POWER, TOO, WILL BE NEEDED!

THE OTHERS WILL REMAIN BELOW, TO GUARD ***LUCIFER!***

WHILE ASCENDING TO THE TOP OF THE BOMB, THE PROFESSOR BRIEFS HIS X-MEN AS TO THE PROBLEM THAT FACES THEM, AND THEN...

SO, IF ANYTHING CHANGES OR STOPS LUCIFER'S HEARTBEAT, THE BOMB WILL *EXPLODE!* THEN, WHAT CAN WE DO TO *PREVENT* SUCH A CATASTROPHE??

WE MUST REMOVE THE *FUSE!* BY SHEER MENTAL PROWESS, I MIGHT BE ABLE TO *LOCATE* IT... BUT MY THOUGHTS ALONE ARE NOT POWERFUL ENOUGH TO *AFFECT* A LIFELESS OBJECT OF THAT SORT!

I THINK I SEE WHAT YOUR PURPOSE IS, PROFESSOR! *YOU'LL* FIND THE FUSE-- AND THEN *CYCLOPS* WILL USE HIS POWER BEAM TO SHATTER IT!

PRECISELY!

AND SO, THE CRUCIAL PROJECT BEGINS...

HAVE YOU DETECTED IT YET, SIR?

DO NOT SPEAK! I MUST CONCENTRATE ON *NOTHING* BUT THE TASK AT HAND!

DOWN, DOWN, DOWN-- INTO THE VERY HEART, THE VERY INNERMOST CORE OF THE GIGANTIC EXPLOSIVE DEVICE PROBES THE SUPER-POWERFUL MUTANT BRAIN OF THE BRILLIANT XAVIER!

THE SLIGHTEST MISCALCULATION-- THE MEREST ERROR, COULD TRIGGER A *HOLOCAUST!*

THEN, SUDDENLY, THE BOMB BEGINS TO THROB, AS THOUGH MYSTICALLY ENDOWED WITH A LIFE OF ITS OWN...

NO-- *NO!!* IT *CAN'T BE!* I'VE DONE NOTHING WRONG! I'VE MADE NO ERROR!

BUT, NEXT HE HEARS...

PROFESSOR! IT'S NOT *YOUR* FAULT! IT'S *LUCIFER!* HIS HEARTBEAT IS GROWING *WEAKER!!*

OF *COURSE!* BY CONCENTRATING SO HARD ON THE *BOMB,* I LOST CONTROL OF *HIM!* I MUST *LEAVE* A PORTION OF MY THOUGHTS WITHIN HIS BRAIN -- NO MATTER *WHAT!*

"FOR THE BOMB IS AIMED AT THE HEART OF ANTARCTICA! SHOULD IT BE DETONATED, THE ENTIRE FROZEN CONTINENT WILL BE DECIMATED WITHIN A MATTER OF SPLIT-SECONDS!"

"THE OCEANS OF THE WORLD WILL BECOME MONSTROUS, DEADLY, CASCADING WATER, DESTROYING ALL MOUNTAINS OF IN THEIR PATH!"

"NO AREA OF EARTH WILL BE SAFE FROM THE THUNDERING *TIDAL WAVES*, WHICH WILL ENGULF THE COASTS OF EVERY CONTINENT! IT WOULD BE THE WORST DISASTER EVER TO STRIKE THE HUMAN RACE!"

AND ONLY *WE* CAN PREVENT IT-- AS WE *MUST* DO -- BEFORE SOMETHING HAPPENS TO THE MAN WHOSE HEARTBEAT CONTROLS THE DEADLY FUSE!

SCOTT! I'VE *FOUND* IT! BUT ALL THIS PROBING HAS SENSITIZED IT-- IT'S ABOUT TO GO OUT-- AS IF BY SPONTANEOUS COMBUSTION!

IT'S UP TO *YOU*, CYCLOPS! WE HAVEN'T A SECOND TO SPARE!

YOU MUST USE *FULL POWER* -- NARROWED TO HAIR-LINE INTENSITY! *NOW!* STRAIGHT DOWN! STEADY --STEADY--TWO MILLIMETERS TO THE LEFT--EASY-- ONE DEGREE RIGHT-- HOLD IT--HOLD IT--

EVEN AS THE TWO X-MEN BREATHLESSLY COMBINE THEIR POWERS, THE DEADLY GIANT BOMB BEGINS TO HEAVE AND THROB, ABOUT TO PERFORM THE UNTHINKABLE MISSION IT WAS DESIGNED FOR AS THE STRAIN GROWS GREATER AND GREATER....!

STAY CALM-- IT'S NOW OR NEVER! YOU MUSTN'T QUIVER--THE FUSE IS DIRECTLY BELOW! JUST A FEW INCHES FURTHER-- STEADY--DON'T ALTER THE INTENSITY--***NOW!!***

THIP PPP

YOU ***DID*** IT! THE FUSE IS ***SHATTERED!*** IT ***CAN'T*** EXPLODE!

THIS HAS BEEN YOUR MOST GLORIOUS MOMENT, SCOTT! THOUGH MANKIND MAY NEVER KNOW WHAT YOU HAVE DONE, THE ENTIRE HUMAN RACE OWES YOU AN ETERNAL DEBT!

BUT ***MINE*** WAS MERELY THE ***TOOL***, SIR! ***YOURS*** WAS THE BRAIN, THE GUIDING GENIUS THAT ACCOMPLISHED THE IMPOSSIBLE!

BE THAT AS IT MAY--WE MUST RETURN TO ***LUCIFER*** NOW!

AND SO...

BY RELEASING CONTROL OF HIS BRAIN, HE SHALL RETURN TO NORMAL AGAIN! ***RISE,*** LUCIFER! THE EPISODE IS ENDED-- AND SO IS THE THREAT OF YOUR BOMB!

HE SURE LOOKS ***MEAN***--WHAT I CAN ***SEE*** OF HIM!

IT TOOK ME ***TEN YEARS*** TO CONSTRUCT THAT DEVICE-- AND YOU'VE DESTROYED IT WITHIN MINUTES! THIS EVENS OUR SCORE NOW, XAVIER! BUT, ***NEXT*** TIME WE MEET--THE FINAL DECISION SHALL BE ***MINE!***

NO, LUCIFER--THE SCORE IS ***NOT*** YET EVEN!

YOU HAVE MERELY SEEN A DIABOLICAL SCHEME GO UP IN SMOKE! BUT ***I*** HAVE BEEN DEPRIVED OF THE USE OF MY LEGS ALL THESE YEARS, DUE TO ***YOU!*** OUR ACCOUNT IS NOT YET SETTLED! AND NOW--***GO!***

THEN WHY AM I NOT HARMED? WHY AM I FREE TO LEAVE?

BECAUSE WE X-MEN ARE PLEDGED NEVER TO CAUSE INJURY TO A HUMAN BEING--NO MATTER ***WHAT*** THE PROVOCATION! IT IS ENOUGH THAT YOU HAVE BEEN DEFEATED, FOR THE FIRST TIME IN YOUR EVIL CAREER! IT IS ENOUGH THAT YOU WILL ALWAYS KNOW THAT NO PLACE ON EARTH IS TOO REMOTE TO ESCAPE THE RETRIBUTION OF--THE ***X-MEN!***

I'D ***STILL*** LIKE TO KNOW WHO HE REALLY IS! BUT I GUESS THE PROF WILL TELL US IN HIS OWN GOOD TIME!

The END

AND SO WE LEAVE THE WORLD'S MOST UNUSUAL ADVENTURE TEAM! BUT, MANY ARE THE STARTLING DANGERS WHICH STILL AWAIT THEM-- DANGERS WHICH YOU'LL SEE NEXT ISSUE.....WHEN WE MEET AGAIN!

A MARVEL MASTERWORK PIN-UP

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